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MARGARET HENKLE, COUNTY RECORDER
FREMONT IOWA

Name and Address of
Document Preparer:

Kinder Morgan Operating L.P. "A"
370 Van Gordon Street
Lakewood, CO 80228

Return Documents to:

Elizabeth R. Muratet, Esq.
Gable & Gotwals
100 West 5th Street, Suite 1100
Tulsa, Oklahoma 74103-4217

Parcel ID No.

See attached Exhibit "A"

Address of Property/Nearest
Known Intersecting Streets:

Pipeline Properties - no street address

Grantee's Name and Address:

ONEOK North System, L.L.C.
100 West 5th Street
Tulsa, Oklahoma 74103

Legal Description:

See Exhibit "A" attached to document to be recorded.

{688078;}

Year 2007 Document 1430
1 of 8

PREPARED BY: Aaron P. Roffwarg, Bracewell & Giuliani LLP, 711 Louisiana, Suite 2300, Houston, Texas 77002,
Tel. (713) 221-1117 AND WHEN RECORDED MAIL TO: Elizabeth Muratet, GableGotwals, 100 West 5th Street, Suite
1100, Tulsa, Oklahoma 74103

CONVEYANCE AND ASSIGNMENT OF EASEMENTS,

LICENSES, PERMITS AND LEASES

THIS CONVEYANCE AND ASSIGNMENT OF EASEMENTS, LICENSES, PERMITS AND LEASES (this "Assignment") is executed on this 4th day of October, 2007, but made effective as of 7:00 AM Central Time on the 5th day of October, 2007 (the "Effective Time") by and among KINDER MORGAN OPERATING L.P. "A", a Delaware limited partnership with an address of 500 Dallas, Suite 1000, Houston, Texas 77002 (formerly known as Hydrocarbon Transportation, Inc., Northern Gas Products Co. and Enron Liquids Pipeline Operating Limited Partnership) ("ASSIGNOR") and ONEOK NORTH SYSTEM, L.L.C., a Delaware limited liability company with an address of 100 West 5th Street, Tulsa, Oklahoma, 74103 ("ASSIGNEE"). This Assignment is made pursuant to that certain Purchase and Sale Agreement (the "Purchase Agreement") dated as of June 29, 2007 by and between Assignor and ONEOK Partners Intermediate Limited Partnership. Unless otherwise defined herein, all capitalized terms used herein shall have the same meanings attributed to them as are set forth in the Purchase Agreement.

1. NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confessed, ASSIGNOR hereby grants, bargains, conveys, delivers, assigns, and transfers to ASSIGNEE, effective as of the Effective Time, regardless of the date of execution, all of ASSIGNOR's right, title and interest in and to, together with all privileges appurtenant thereto, including, but not limited to, all fixtures, pipelines and improvements located thereon, the Easements, Permits, leases and other assets listed and more particularly described on "Exhibit A" attached hereto and made a part hereof (the "Subject Assets").

TO HAVE AND TO HOLD the Subject Assets unto ASSIGNEE, its successors and assigns forever.

2. This Assignment is being executed in connection with, and is subject to the terms, conditions, representations and warranties set forth in, the Purchase Agreement and shall neither add to nor detract from the rights of the parties under the Purchase Agreement.

3. Assignee hereby expressly assumes and agrees to pay, discharge and perform, in accordance with their terms, all liabilities of Assignor under the instruments creating the Subject Assets, excluding the Retained Liabilities.

4. This Assignment shall be binding upon and inure to the benefit of the respective designees, successors and permitted assigns of the ASSIGNOR and ASSIGNEE, and may be executed in a number of identical counterparts, each of which for all purposes is to be deemed as original, and all of which constitute, collectively, one instrument.

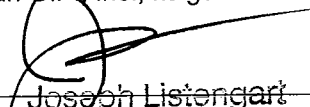
5. This Assignment shall be governed by and construed in accordance with the laws of the state in which the Subject Assets are located.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed on date first set forth above but is made effective as of the Effective Time.

ASSIGNOR:


KINDER MORGAN OPERATING L.P. "A", a Delaware limited partnership

By: Kinder Morgan G.P., Inc., its general partner

By: 
Name: Joseph Listengart
Title: Vice President

ASSIGNEE:

ONEOK NORTH SYSTEM, L.L.C.

By: 
Name: Joseph Listengart
Title: Vice President

ACKNOWLEDGEMENTS

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

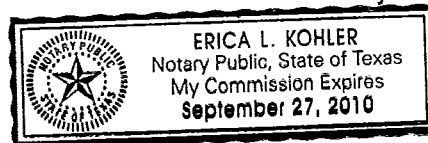
The foregoing instrument was acknowledged before me this 4th day of October, 2007, by Joseph Listengart as Vice President of Kinder Morgan G.P., Inc., as general partner of Kinder Morgan Operating L.P. "A".

Witness my hand and official seal.

My commission no. 12585660-7 expires:
September 27, 2010

Erica L. Kohler

Notary Public



STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this 4th day of October 2007, by Joseph Listengart as Vice President of ONEOK North System, L.L.C.

Witness my hand and official seal.

My commission no. 12585660-7 expires:
September 27, 2010

Erica L. Kohler

Notary Public

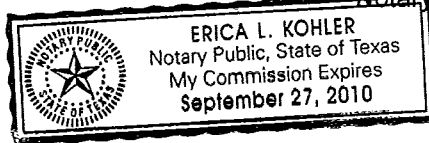


EXHIBIT "A"
FREMONT COUNTY, IA

Record#	Caption	Grantor	Grantee	DocDate	Book	Page	PageFile	Description
IA-102-001	Pipeline Easement	Good, R. C., and Laura O. Good	Hydrocarbon Transportation, Inc.	3/5/1968	064	159	0868	T69N-R43W, 5th P.M., Sec 6: Lot 1 & comm. 1885 ft W of NE/c Lot 4 where Plum Creek Drainage Ditch crosses N line SE/4; thence SW along Plum Creek to point 3040 ft W of E line SE/4, which is 52 rods S of N line SW/4; thence W to Missouri River; thence N along bank of said river to N line SW/4; thence E along said N line SW/4 & along N line of SE/4 to POB.
IA-102-001-001-WX.1	Permit	U.S. Army Corps of Engineers [Omaha District]	Hydrocarbon Transportation, Inc.	8/7/1968				T69N-R43W, 5th P.M., Sec: 6
IA-102-003	Pipeline Easement	Cupp, Eva F.	Hydrocarbon Transportation, Inc.	3/6/1968	064	161		T70N-R43W, 5th P.M., Sec 31: SE/4 SE/4 & E 7 acs of SW/4 SE/4
IA-102-004	Pipeline Easement	Leeka, Winifred I., Nancy Dee Chilcoat, William Chilcoat, Loretta Marlene Clapper, Bob Clapper, Dolores Enid Kelley, Harold E. Kelley, Glenn A. Delp, Edna Mae Delp, Indiv and as Grdn for Carter Irwin Leeka, a minor and Dolores Enid Kelley	Hydrocarbon Transportation, Inc.	4/16/1968	064	162	0870	T70N-R43W, 5th P.M., Sec 31: E 30 acres E/2 NE/4 & NE/4 SE/4 Sec 32: W/2 & W/2 NE/4
IA-102-005-HX	Order	Fremont County		5/29/1968				T70N-R43W, 5th P.M., Secs 1, 11, 12, 14, 16, 20 & 31
IA-102-008	Pipeline Easement	York, Wallace R., and Blanche A. York	Hydrocarbon Transportation, Inc.	6/11/1968	064	185	0924	T70N-R43W, 5th P.M., Sec 29: SW/4
IA-102-009	Pipeline Easement	Morrical, Mabel, and A. L. Morrival	Hydrocarbon Transportation, Inc.	3/8/1968	064	164	0871	T70N-R43W, 5th P.M., Sec 29: SE/4
IA-102-011	Pipeline Easement	Morrival, Mabel, and A. L. Morrival	Hydrocarbon Transportation, Inc.	4/29/1968	064	165	0872	T70N-R43W, 5th P.M., Sec 29: S/2 NE/4 & SE/4 NW/4
IA-102-012	Pipeline Easement	Ballinger, A. L., and Wava Ballinger	Hydrocarbon Transportation, Inc.	5/13/1968	064	166	0873	T70N-R43W, 5th P.M., Sec 20: SE/4 SW/4 Sec 29: NE/4 NW/4 & NW/4 NE/4, EXCEPT 2 acs in SE/c described as follows: Comm. at SE/c NW/4 NE/4; thence N 25 rods; thence W 13 rods; thence S 25 rods; thence E 13 rods to POB

EXHIBIT "A"
FREMONT COUNTY, IA

Record#	Caption	Grantor	Grantee	DocDate	Book	Page	PageFile	Description
IA-102-015	Pipeline Easement	Rickabaugh, Albert, C. W. Rickabaugh, Velma R. Bell, Viola Buckingham, Freda Rickabaugh, Dwight Bell, Fay Buckingham, Kenneth Rickabaugh, R. Clifford Haughton, Elmer Rickabaugh, Marie Rickabaugh and Lena Rickabaugh	Hydrocarbon Transportation, Inc.	5/9/1968	064	294	0613	T70N-R43W, 5th P.M., Sec 12: E/2 NW/4 (FT-031) Sec 20: S/2 SE/4 (FT-009) Sec 29: A strip of land 80 ft wide across NE/4 NE/4 & 2 acres in SE/c of NW/4 NE/4 described as: Comm. at SE/c, thence N 25 rods; thence W 13 rods; thence S 25 rods; thence E 13 rods to POB.
IA-102-016	Pipeline Easement	Johnson, Lawrence, and Ruby Johnson	Hydrocarbon Transportation, Inc.	5/1/1968	064	167	0874	T70N-R43W, 5th P.M., Sec 20: N/2 SE/4
IA-102-019	Pipeline Easement	Vohs, Henry R., and Virginia P. Vohs	Hydrocarbon Transportation, Inc.	5/1/1968	064	168	0875	T70N-R43W, 5th P.M., Sec 20: E/2 NE/4
IA-102-020-001	Pipeline Easement	Aldrich, John Virgil	Hydrocarbon Transportation, Inc.	6/19/1968	064	267	0269	T70N-R43W, 5th P.M., Sec 21: NW/4, EXCEPT RR ROW & EXCEPT an 82.26 acre portion of NW/4 which lies Ely of ROW of CB&Q RR described as follows: Beg. at center of Sec 21, thence S 89 dgs 02' W 1718.87 ft along S line of NW/4; thence along Ely ROW line of said RR 1113.62 ft along a 5680' radius curve concave Ely & tangent at its N'ly end to a course of N 19 dgs 34' E; thence N 19 dgs 34' E 1760.30 ft; thence leaving said ROW, S 89 dgs 55.5' E 832.70 ft, along N line of said NW/4NW/4; thence 0 dgs 36' E 2707.87 ft along E line of NW/4 to POB.
IA-102-020-002	Pipeline Easement	Longmeyer, Donna, and Joanne Strait	Hydrocarbon Transportation, Inc.	5/24/1968	064	272	0274	T70N-R43W, 5th P.M., Sec 21: NW/4, EXCEPT RR ROW & an 82.26 ac portion of NW/4 which lies Ely of ROW of CB&Q RR described as: Beg. at center of Sec 21, thence S 89 dgs 02' W 1718.87 ft along S line of NW/4; thence along Ely ROW line of said RR 1113.62 ft along a 5680 ft radius curve concave Ely & tangent at its N'ly end to a course of N 19 dgs 34' E; thence N 19 dgs 34' E 1760.30 ft; thence leaving said ROW line, S 89 dgs 55.5' E 832.70 ft, along N line of NW/4; thence S 0 dg 36' E 2707.87 ft along E line of NW/4 to POB.
IA-102-023	Pipeline Easement	Haynie, Stacy F., Hazel M. Haynie, Richard W. Green and Ruth F. Green	Hydrocarbon Transportation, Inc.	5/8/1968	064	169	0876	T70N-R43W, 5th P.M., Sec 16: W/2 SW/4
IA-102-024	Pipeline Easement	Ambroz, Robert E., and Rose O. Ambroz	Hydrocarbon Transportation, Inc.	7/16/1968	064	268	0270	T70N-R43W, 5th P.M., Sec 16: A strip of land 50 ft wide across E/2 SW/4 & W/2 SE/4, c/l of P/L to enter on W side approx 495 ft from SW/c SE/4 SW/4 & run to approx center of W/2 SE/4
IA-102-026-RRX	Pipeline Agreement	Chicago, Burlington & Quincy Railroad Co. [c/o Burlington Northern Railroad Co.]	Hydrocarbon Transportation, Inc.	5/20/1968				T70N-R43W, 5th P.M., Sec 16: CB & Q Railroad Crossing at M.P. 163.36 near Bartlett, IA.

EXHIBIT "A"
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Record#	Caption	Grantor	Grantee	DocDate	Book	Page	PageFile	Description
IA-102-027	Pipeline Easement	Weeks, Hazel I.	Hydrocarbon Transportation, Inc.	7/12/1968	064	281	0415	T70N-R43W, 5th P.M., Sec 16: NE/4 SE/4 & N/2 SE/4 SE/4
IA-102-028	Pipeline Easement	Leonard, Rose	Hydrocarbon Transportation, Inc.	5/2/1968	064	170	0877	T70N-R43W, 5th P.M., Sec 15: NE/4 SW/4, N/2 NW/4 & SE/4 NW/4
IA-102-029	Pipeline Easement	Hopkins, C. Roy	Hydrocarbon Transportation, Inc.	7/16/1968	064	270	0272	T70N-R43W, 5th P.M., Sec 15: Strip of land 80 ft wide across NW/4 SW/4 & N/2 SW/4 SW/4, said c/l of P/L to be approx 925 ft S of NW/c of NW/4 SW/4 running NE'ly to point approx 460 ft S of NE corner of NW/4 SW/4
IA-102-031	Pipeline Easement	Novak, Herman	Hydrocarbon Transportation, Inc.	7/16/1968	064	273	0275	T70N-R43W, 5th P.M., Sec 15: N/2 SE/4 & NE/4
IA-102-032	Pipeline Easement	King, Maurice D., Sr., Lou B. King and Frank King	Hydrocarbon Transportation, Inc.	5/20/1968	064	271	0273	T70N-R43W, 5th P.M., Sec 11: SW/4 SE/4, EXCEPT W 20 rods of S 40 rods, & S/2 SW/4 Sec 14: N/2 NW/4, SW/4 NW/4, W/2 SE/4 NW/4 & SE/4 SE/4 NW/4, said c/l of P/L approx 330 ft from SW/c of Sec 11 run NE'ly 330 ft E of center of SW/4 of Sec 11.
IA-102-034	Pipeline Easement	King, John N., and Cloma M. King	Hydrocarbon Transportation, Inc.	5/1/1968	064	171	0878	T70N-R43W, 5th P.M., Sec 11: NW/4 SW/4, Lot 2 in NE/4 SW/4 (FT-022) & SW/4 NE/4 lying W of road (FT-024)
IA-102-035	Pipeline Easement	Bain, Anna Pearl Forney	Hydrocarbon Transportation, Inc.	5/9/1968	064	174	0880	T70N-R43W, 5th P.M., Sec 11: Lot 1 of NE/4 SW/4 & NW/4 SE/4
IA-102-038	Pipeline Easement	King, John N., and Cloma M. King	Hydrocarbon Transportation, Inc.	5/1/1968	064	173	0879	T70N-R43W, 5th P.M., Sec 11: Strip of land 80 ft wide across the N 5 acres of W 30 acres of NE/4 SE/4 Sec 11 (13-1/3 rods N & S by 60 rods E & W) & SE/4 NE/4, EXCEPT approx 2 acres which lie N & E of c/l of Turkey Creek & being in the NE/c thereof; also that part of SW/4NE/4 lying E of Hwy running N & S through said tract.
IA-102-039	Pipeline Easement	Keran, Jasper, Gary Richardson and Erna Richardson	Hydrocarbon Transportation, Inc.	5/1/1968	064	175	0881	T70N-R43W, 5th P.M., Sec 11: 2 acs in SE/4 NE/4 in NE/C N & E of creek Sec 12: NW/4 NW/4
IA-102-041	Pipeline Easement	Richardson, Gary, and Erna Richardson	Hydrocarbon Transportation, Inc.	5/1/1968	064	177	0883	T70N-R43W, 5th P.M., Sec 12: SW/4 NW/4
IA-102-045	Pipeline Easement	McCollum, C. L., and Betty E. McCollum	Hydrocarbon Transportation, Inc.	5/8/1968	064	178	0884	T70N-R43W, 5th P.M., Sec 1: SW/4 SW/4

EXHIBIT "A"
FREMONT COUNTY, IA

Record#	Caption	Grantor	Grantee	DocDate	Book	Page	PageFile	Description
IA-102-046	Pipeline Easement	Kilpatrick, Robert, Jr., and Vaidees Kilpatrick	Hydrocarbon Transportation, Inc.	4/29/1968	064	176	0882	T70N-R43W, 5th P.M., Sec 1: NW/4 SW/4, NE/4 SW/4, EXCEPT Lot 1, SE/4 SW/4 & SW/4 SE/4 (FT-033) Sec 11: E 3/4 NE/4 NE/4 (FT-028)
IA-102-047	Pipeline Easement	Lorimor, Carl E., and Marian L. Lorimor	Hydrocarbon Transportation, Inc.	4/30/1968	064	181	0885	T70N-R43W, 5th P.M., Sec 1: NW/4 SE/4 & W/2 NE/4
IA-102-048	Pipeline Easement	McClure, Clifton H., and Pearl McClure	Hydrocarbon Transportation, Inc.	4/29/1968	064	182	0886	T70N-R42W, 5th P.M., Sec 6: W/2 SW/4 NW/4, EXCEPT tract in S/2 NW/4 comm. at point in qtr sec line 1957.7' W of SE/c NW/4; thence N 293'; thence N 46 deg 30' E 61 ft; thence N 1 deg 30' 20" E 115 ft; thence S 64 deg 43' W 453.6'; thence S 253.4'; thence E along quarter sec line 378.8' to POB, cont. 3.02 acs.
IA-102-049	Pipeline Easement	McGinnis, Arthur E., and Maude A. McGinnis	Hydrocarbon Transportation, Inc.	4/13/1968	064	183	0887	T70N-R42W, 5th P.M., Sec 6: N/2 NW/4 & E 3/4 S/2 NW/4, EXCEPT Lots 1 & 2 of S/2 NW/4 & also EXCEPT tract in S/2 NW/4 described as: Comm. 105.2 ft W of point on quarter sec line 1318.8 ft N of SE/c NW/4; thence S 31 dgs 30' W 155.8 ft; thence S 54 dgs W 1124.2 ft; thence S 67 dgs 15' W 246.2 ft; thence N 81 dgs 15' W 270.7 ft; thence S 46 dgs 30' W 330 ft; thence N 1 dg 30' 20" E 433.77 ft; thence S 88 dgs 29' 40" E 748 ft; thence N 55 dgs 14' E 1004.25 ft; thence E 240 ft to POB, cont. 10.94 acs; also EXCEPT W/2SW/4NW/4; & part N/2NE/4 comm. at point of intersection of center of 1st ditch E of NW/c NE/4, with N line Sec 6; thence S'ly along center of said ditch to center of main ditch running E & W across N/2 NE/4 Sec 6; thence E'ly along center of said main ditch to where it intersects center of 1st ditch W of NE/c NE/4 which intersect N line Sec 6; thence N'ward along center of 1st ditch to intersection of N line Sec 6; thence W to POB, cont. 4.5 acs.
IA-102-050	Pipeline Easement	Birkby, Sabria	Hydrocarbon Transportation, Inc.	4/16/1968	064	269	0271	T70N-R42W, 5th P.M., Sec 6: N/2 NE/4, EXCEPT tract comm. at NE/c Sec 6; thence S 20 rds; thence W 12 rds; thence N 20 rds; thence E 21 rds to POB, containing 1.5 acs & ALSO EXCEPT part of N/2 NE/4 desc. as comm. at point of intersection of center of 1st ditch E of NW/c NE/4 Sect 6 with N line of Sec 6; thence S'ward along the center of said ditch to center of main ditch running E & W across N/2 NE/4; thence E'ward along center of said main ditch to where it intersects the center of the 1st ditch W of the NE corner of NE/4, Sec 6, which intersects N line of said Sec 6; thence N'rd along center of last mentioned ditch to point where it intersects N line of Sec 6; thence W along N line of Sec 6 to POB, containing 4.5 acs.